

**TRAILER TRAIN
COMPANY**

RECORDATION NO.

FILED 1425

101 NORTH WACKER DRIVE · CHICAGO, ILLINOIS 60606
(312) 853-3223

SEP 4 1990 -2:10 PM

INTERSTATE COMMERCE COMMISSION August 27, 1990

DIRECT LINE: (312) 984-3821

THOMAS D. MARION
TREASURER

VIA FEDERAL EXPRESS

Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
12th & Constitutional Avenue, N.W.
Room 2303
Washington, DC 20423

0-247A032

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INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

Submitted herewith for filing and recordation under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder are three (3) fully executed counterparts of the following three documents:

- A) Partial release dated July 25, 1990 of the Manufacturing Agreement dated as of May 30, 1990. This Release is a secondary document.
- B) Partial Release dated August 10, 1990 of the Manufacturing Agreement dated as of May 30, 1990. This Release is a secondary document.
- C) Partial Release dated August 13, 1990 of the Manufacturing Agreement dated as of May 30, 1990. This Release is a secondary document.

Parties to this transaction are as follows:

Trailer Train Company (Company)
101 North Wacker Drive
Chicago, IL 60606

Bethlehem Steel Corporation (Manufacturer)
17 Johns Street
Johnstown, PA 15901

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INTERSTATE COMMERCE COMMISSION

The general description of the equipment is as follows:

<u>Type</u>	<u>AAR Mechanical Designation</u>	<u>No. of Units</u>	<u>Marked*</u>	<u>Numbered</u>
5-platform, articulated All- Purpose Spine Cars	FC	A) 23	TTAX	78400-78411,
		B) 47		78413-78423
		C) 24		78412, 78424-78469 78470-78475, 78477-78491, 78493-78495

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* All units will have marked on each side the following legend,
"Ownership Subject to a Security Agreement Filed with the
Interstate Commerce Commission".

Enclosed are three checks in the amount of \$15.00 each to
cover filing fees.

Prior recordations pertaining to these Releases being
recorded are as follows:

Manufacturing Agreement dated as of May 30, 1990,
recorded on June 28, 1990, recordation number 16912.

Short summaries of these documents to appear in the Index are as
follows:

- A) Partial Release, covering 23 5-platform articulated
All-Purpose Spine Cars - TTAX, with the following car
numbers: 78400-78411, 78413-78423.
- B) Partial Release covering 47 5-platform All-Purpose
Spine Cars - TTAX, with the following car numbers:
78412 , 78424-78469.
- C) Partial Release covering 24 5-platform All-Purpose
Spine Cars - TTAX, with the following car numbers:
78470-78475, 78477-78491, 78493-78495.

Once the filing has been made, please retain one copy of each and
return the remaining stamped counterparts and transmittal letter
copy to me via certified mail.

Very truly yours,



TDM/mak
Enclosures

P.S. Ms. Mildred Lee - As per your previous conversation,
please call Jane Congram at 312-984-3841 as soon as
this agreement is recorded advising her of the
recordation number, date and time. Thank you very
much.

RELEASE

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INTERSTATE COMMERCE COMMISSION

BETHLEHEM STEEL CORPORATION, the manufacturer named in that certain Manufacturing Agreement dated as of May 30, 1990, with Trailer Train Company, which agreement has been filed and recorded with the Interstate Commerce Commission pursuant to Section 11303 of Title 49 of the United States Code on June 28, 1990, and assigned recordation number 16912, does hereby acknowledge receipt of all amounts due under said agreement in respect of, and does hereby release all of its right, title, and interest in and to, the railroad equipment listed in Schedule A hereto.

ATTEST:

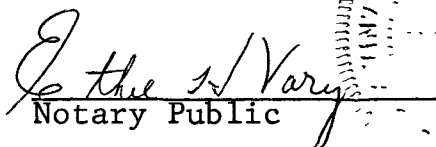

Assistant Secretary

BETHLEHEM STEEL CORPORATION

By A. M. Weller
A. M. Weller
Vice President and Treasurer

COMMONWEALTH OF PENNSYLVANIA)
) SS:
COUNTY OF LEHIGH)

On this 13th day of August, 1990, before me personally appeared A. M. Weller, to me personally known, who, by me being duly sworn, says that he is the Vice President and Treasurer of Bethlehem Steel Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said company, and that said instrument was signed and sealed on behalf of said company by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.


Notary Public

NOTARIAL SEAL
Ethel H. Vary, Notary Public
City of Bethlehem, Lehigh County, Pa.
My Commission Expires July 17, 1994

CLAW. SJS23.D028

August 13, 1990, Closing

SCHEDULE A

<u>Manufacturer/ Car Type</u>	<u>Quantity</u>	<u>Company's Road Numbers</u>	<u>Company's Purchase Order/Contract No.</u>
Bethlehem Steel Corporation			
Five-Platform Articulated Single Level All Purpose Spine Cars	24	TTAX 78470-78475, inclusive TTAX 78477-78491, inclusive TTAX 78493-78495, inclusive	T-1090-B